

AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P.

065184 BOSTON CHICKEN, INC.  
0008 BOSTON WEST, L.L.C.

Invoice Number 678623  
Page 2  
06/23/99

Date	Tkpr	Task	Acty		Hours
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				license agreement with Boston West.	
05/06/99	BSC	B185	A104	Read stipulation resolving landlord's opposition to assumption of lease No. 917.	0.20
05/09/99	BSC	B185	A104	Read declaration of D. Kupetz attesting that no objections have been received regarding termination of Lease No. 1135.	0.10
05/10/99	BSC	B185	A104	Read notice of debtor's motion for order approving lease termination of Store No. 1135 and Declaration of Robert Wilson.	0.30
05/10/99	BSC	B185	A104	Read declaration of Eugene Scorziell in support of Debtor's assignment of lease regarding Store No. 581 (Santee Lease).	0.40
05/10/99	BSC	B185	A104	Read notice of motion regarding assumption and assignment and request to use proceeds regarding Store No. 581.	0.40
05/10/99	BSC	B185	A104	Read order approving assumption of Burbank lease No. 1890.	0.20
05/10/99	BSC	B185	A104	Read order approving assignment of lease at Grand Avenue, San Diego, No. 1120.	0.20
05/10/99	BSC	B185	A104	Read order granting debtor's third motion extending time to assume or reject leases.	0.20
05/10/99	BSC	B185	A104	Read notice and debtor's motion regarding assumption and assignment of Store No. 581.	0.30
05/11/99	BSC	B185	A104	Read notice of withdrawal of debtor's motion for order approving assumption.	0.10

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065184 BOSTON CHICKEN, INC.  
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Invoice Number 678623  
Page 3  
06/23/99

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05/11/99	BSC	B185	A104	Read order approving assumption of Governor Drive, San Diego lease No. 2604.	0.20
05/14/99	BSC	B185	A104	Read Notice of Motion for order approving lease termination agreement (Store 1113) and declaration of Robert Wilson.	0.30
05/18/99	BSC	B185	A104	Read order approving assumption and assignment of lease (store 1553, Santa Barbara).	0.20
05/20/99	BSC	B185	A104	Read notice of motion for order approving lease termination agreement regarding Store No. 1113 and read lease termination agreement.	0.30
05/20/99	BSC	B185	A104	Read declaration of E. Scorziell in support of debtor's assignment of unexpired lease of Store No. 5811.	0.30
05/20/99	BSC	B185	A104	Read notice of motion for order approving lease termination regarding Store No. 1135 and declaration of Robert Wilson regarding lease termination agreement.	0.30
05/03/99	BSC	B190	A103	Draft joinder in Debtors reply to Creditor Committee opposition to Y2K compliance issues.	0.50
05/03/99	BSC	B190	A104	Read opposition of Creditors' Committee to Y2K compliance issues and read debtor's reply thereto.	0.50
05/03/99	BSC	B190	A106	Two telephone conferences with R. Miller regarding Creditors' Committee opposition to Y2K compliance issues and joinder in Debtor's reply thereto.	0.50

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065184 BOSTON CHICKEN, INC.  
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Invoice Number 678623  
Page 4  
06/23/99

Date	Tkpr	Task	Acty		Hours
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05/04/99	BSC	B190	A105	Telephone conference with A. Edwards regarding receipt and service of reply to Creditors' Committee opposition to Y2K compliance issues.	0.30
05/04/99	BSC	B190	A105	Telephone conference with R. Stroube regarding objections filed by Creditors Committee and protection of lien.	0.20
05/04/99	AKE	B190	A104	Review email regarding filing in bankruptcy court in opposition to unsecured Creditor's Committee motion.	0.10
05/04/99	AKE	B190	A111	Coordinate filing and service issues with regard to opposition.	0.20
05/04/99	AKE	B190	A104	Review and execute Boston Chicken's limited joinder in debtor's reply to unsecured creditor's opposition to motion.	0.20
05/04/99	AKE	B190	A105	Telephone conference with Becky Carmichael regarding completion of filing.	0.30
05/07/99	BSC	B190	A105	Telephone conference with A. Edwards regarding settlement of Creditor's objection to Y2K matter.	0.20
05/07/99	BSC	B190	A107	Telephone conference with D. Kupetz regarding settlement of Y2K motion and status of case.	0.30
05/07/99	BSC	B190	A104	Read faxed May 7 letter from S. Schwartz to R. Miller regarding UCC amendment statements.	0.10
05/08/99	BSC	B190	A105	Telephone conference with A. Edwards regarding assistance with Joinder in Debtor's Motion on Y2K	0.30

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065184 BOSTON CHICKEN, INC.  
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Page 5  
06/23/99

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				compliance issues.	
05/08/99	BSC	B190	A105	Telephone conference with R. Stroube regarding Creditors' Committee objections and allegations against BCI and its lien position.	0.30
05/10/99	BSC	B190	A104	Read letter from D. Kupetz to Lawrence Jacobson regarding alleged damages to premises from removal of equipment.	0.20
05/14/99	BSC	B190	A103	Draft joinder in debtor's reply to Creditors' Committee opposition to financing for Y2K compliance.	1.10
05/18/99	BSC	B190	A104	Read order approving Debtor's obtaining of credit from CKE regarding Y2K upgrades.	0.30
05/27/99	BSC	B190	A104	Read order approving loan termination for Store No. 1135.	0.10
05/01/99	BSC	B230	A104	Read April 27, 1999 letter from S. Schwartz to R. Miller regarding revisions to settlement letter.	0.10
05/21/99	BSC	B310	A104	Review correspondence and backup and security documents for preparation of BCI proof of claim in Boston West case and review addendum used.	1.40
05/31/99	BSC	B310	A104	Review all security agreements, UCC filings and notes and amendments in preparation of BCI proof of claim in Boston West case.	2.90
				TOTAL HOURS	16.60

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Invoice Number 678623  
Page 6  
06/23/99

TIMEKEEPER TIME SUMMARY:

Timekeeper	Hours	Rate	Value
B CARMICHAEL	14.90	at \$250 =	3,725.00
AK EDWARDS	0.80	at \$250 =	200.00
S AUGUSTA	0.90	at \$85 =	76.50

CURRENT FEES 4,001.50

FOR COSTS ADVANCED AND EXPENSES INCURRED:

LONG DISTANCE CALLS	17.44
TELECOPY/FAX-LONG DISTANCE	34.50
PHOTOCOPIES	33.50
POSTAGE	16.50
COURIER/MESSENGER	340.25
LONG DISTANCE CALLS	8.48
COMPUTERIZED LEGAL RESEARCH	39.09
CURRENT EXPENSES	489.76

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Page 7  
06/23/99

TOTAL AMOUNT OF THIS INVOICE

4,491.26

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Page 8  
06/23/99

INVOICE SUMMARY OF TIME BILLED BY TASK:

	Hours	Value
B110 Case Administration	0.60	51.00
B185 Assumption/Rejection of Leases and Contracts	5.90	1,425.50
B190 Other Contested Matters (excluding assumptio	5.70	1,425.00
B230 Financing/Cash Collections	0.10	25.00
B310 Claims Administration and Objections	4.30	1,075.00
INVOICE TOTAL	16.60	4,001.50